

INSTRUMENT NO. 050001751
Recorded in the Clerk's Office
of Dickenson County

OK 416PG 158

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

995
VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB 04/10/19-1350

ELECTIONS, UNIT: V-536128

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:

TAX MAP IDENTIFICATION NUMBERS FOR ALL PARCELS
AFFECTED BY THIS ORDER ARE SHOWN ON EXHIBIT (S) B
WHICH IS/ARE ATTACHED TO AND A PART OF
THIS ORDER.

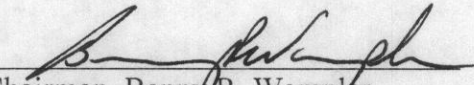
REPORT OF BOARD

FINDINGS AND ORDER

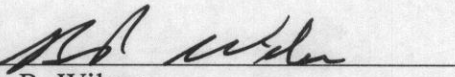
1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on April 4, 2005, and recorded in Book 410, Page 464 at the Office of the Clerk of Circuit Court, Dickenson County, Virginia on April 5, 2005, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated April 27, 2005, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;

- (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated July 20, 2005, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;
 - (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Wachovia Bank, Corporate Trust, PA 1328, 123 South Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, Wachovia Bank, Corporate Trust, PA 1328, 123 South Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
 6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 11th day of August, 2005 by a majority of the Virginia Gas and Oil Board.

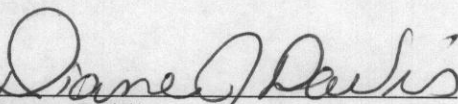

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 17th day of August, 2005 by Order of this Board.


B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF Washington

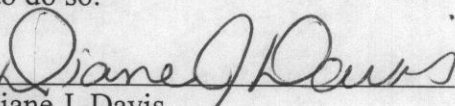
Acknowledged on this 11 day of August, 2005, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny R. Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Notary Public

My commission expires: 9/30/05.

STATE OF VIRGINIA)
COUNTY OF Washington

Acknowledged on this 17th day of August, 2005, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9/30/05.

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-536128 VGOB Docket No. VGOB-04/10/19-1350 in the Kenady Magisterial District of Dickenson County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on April 4, 2005, by the Virginia Gas and Oil Board regarding the captioned Conventional Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on April 5, 2005.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

TRACT

6

LESSOR

Carolyn Hope Bray Gilliam
Garnett Gilliam W/H

ELECTION

Cash Consideration

<u>TRACT</u>	<u>LESSOR</u>	<u>ELECTION</u>
6	James Ronnie Ringley	Cash Consideration
6	Reba Ann Lockhart Jess Boyd Lockhart W/H	Cash Consideration
6	Mae M. Ringley	Cash Consideration
6	William Herschel Mayes Nancy Mayes H/W	Participation

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, as unknown or/unlocatable.

NONE

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

NONE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

<u>Tract</u>	<u>Payee</u>	<u>Cash Consideration</u>
4	Opal Carico Ring 15014 Sandy Ridge Road St. Paul, Virginia 24283	0.0900 X \$5.00 = \$0.45
6	John Edgar Hillman 800 Amelia Key West, FL 33044	0.2064 X \$5.00 = \$1.03
	Doris Bray Perry Bobby J Perry, w/h P.O. Box 1256 Coeburn, VA 24219	0.0138 X \$5.00 = \$ 0.07
	Carolyn Hope Bray Gilliam Garnett Gilliam, w/h 790 Woods Ave East Big Stone Gap, VA 24219	0.0138 X \$5.00 = \$0.07

<u>Tract</u>	<u>Payee</u>	<u>Cash Consideration</u>
6	Victoria P. Beck Daniel Beck, w/h P.O. Box 327 Beulaville, NC 28518	0.0046 X \$5.00 = \$ 0.02
	Frank Bray Jr Patricia Bray, h/w 4311 Hanover Drive Bryank, AR 72022	0.0046 X \$5.00 = \$0.02
	Lisa R. Williamson David Williamson, w/h 1704 Karen Circle Magnolia, AR 71753	0.0046 X \$5.00 = \$ 0.02
	Robert Edward Kennedy 11438 Riverview Rd. Coeburn, VA 24230	0.0412 X \$5.00 = \$0.21
	Carmen Cantrell Byron D. Cantrell, w/h 430 Oak Ave, NW Norton, VA 24273	0.0206 X \$5.00 = \$0.10
	William Warren Mayes Jr. 531 Williams Dale, Apt 1 Toledo, OH 43609	0.0206 X \$5.00 = \$ 0.10
	Tammy Ringley Collins Mike Collins H/W 4831 Silver Ct. Kingsport, TN 37664	0.0129 X \$5.00 = \$0.06
	Mark Ringley Tammy Ringley H/W P.O. Box 412 Coeburn, VA 24230	0.0129 X \$5.00 = \$0.06
	James Boyce Ringley Denise Ringley H/W 7505 Old National Pike Boonsboro, MD 21713	0.0129 X \$5.00 = \$0.06
	Mae M. Ringley RT. HC 05, Box 350 Coeburn, VA 24230	0.0103 X \$5.00 = \$0.05
	Wayne H. Ringley P.O. Box 1701 Coeburn, VA 24230	0.0103 X \$5.00 = \$0.05

<u>Tract</u>	<u>Payee</u>	<u>Cash Consideration</u>
6	Reba Ann Lockhart Jess Boyd Lockhart w/h Rt. 3, Box 127 Clintwood, VA 24228	0.0103 X \$5.00 = \$ 0.05
	James Ronnie Ringley 14127 Sandy Ridge Road Coeburn, VA 24230	0.0103 X \$5.00 = \$ 0.05
	Leslie V. Stanley Diane Allen Stanley 10349 Hamlin Drive. Chester, VA 23831	0.0258 X \$5.00 = \$ 0.13

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 21st day of July 2005.

[Signature]
Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 21st day of July 2005.

My commission expires: 11-12-06



BK 416PG 165
EXHIBIT "B"
V-536128
VGOB 04/10/19-1350

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
<u>Gas Estate Only</u>					
1 ID 12460	ACIN LLC P.O. Box 2827 Huntington, WV 25727	Leased - EPC 904576 Tract D-51	52.61000000%	59.28	0.06576250 RI
	Equitable Production Company				0.46033750 WI
Tract 1 Totals			52.61000000%	59.2800	0.52610000
2 ID 019213	ACIN LLC P.O. Box 2827 Huntington, WV 25727	Leased - EPC 904576 Tract WI-217	11.95000000%	13.4700	0.01493750 RI
	Equitable Production Company				0.10456250 WI
Tract 2 Totals			11.95000000%	13.4700	0.11950000
3 ID 019089 WISE CO.	ACIN LLC P.O. Box 2827 Huntington, WV 25727	Leased - EPC 904576 Tract WI-120	15.18000000%	17.1100	0.01897500 RI
	Equitable Production Company				0.13282500 WI
Tract 3 Totals			15.18000000%	17.1100	0.15180000
4 ID 008222 WISE CO.	Opal Carico Ring 15014 Sandy Ridge Road St. Paul, Virginia 24283	Unleased	0.08000000%	0.0900	0.00010000 RI
	Equitable Production Company				0.00070000 WI
Tract 4 Totals			0.08000000%	0.0900	0.00080000
5 ID 21387	ACIN LLC P.O. Box 2827 Huntington, WV 25727	Leased - EPC 904576 Tract DI-62	18.17000000%	20.4700	0.02271250 RI
	Equitable Production Company				0.15898750 WI
Tract 5 Totals			18.17000000%	20.4700	0.18170000

OK 41680-166
EXHIBIT B6
V-536128
VGOB 04/10/19-1350

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
6	ACIN LLC P.O. Box 2827 Huntington, WV 25727	Leased - EPC 904576	1.27908360%	1.4445	0.00159885 RI
ID 4756	Franklin D. Hillman Lou Jean Hillman, h/w 205 Charlton Green Dr. Kingsport, TN 37663	Leased - EPC 905600.01	0.18274719%	0.2064	0.00022843 RI
ID 4755	John Edgar Hillman 800 Amelia Key West, FL 33044	Unleased	0.18274719%	0.2064	0.00022843 RI
	Doris Bray Perry Bobby J Perry, w/h P.O. Box 1256 Coeburn, VA 24219	Unleased	0.01218315%	0.0138	0.00001523 RI
	Carolyn Hope Bray Gilliam Garnett Gilliam, w/h 790 Woods Ave East Big Stone Gap, VA 24219	Unleased	0.01218315%	0.0138	0.00001523 RI
	Victoria P. Beck Daniel Beck, w/h P.O. Box 327 Beulaville, NC 28518	Unleased	0.00406105%	0.0046	0.00000508 RI
	Frank Bray Jr Patricia Bray, h/w 4311 Hanover Drive Bryank, AR 72022	Unleased	0.00406105%	0.0046	0.00000508 RI
	Lisa R. Williamson David Williamson, w/h 1704 Karen Circle Magnolia, AR 71753	Unleased	0.00406105%	0.0046	0.00000508 RI
	Theodore Elmo Mayes Cormay Mayes, h/w P.O. Box 1141 Coeburn, VA 24230	Leased 905600.07	0.03652532%	0.0412	0.00004566 RI
	Robert Edward Kennedy 11438 Riverview Rd. Coeburn, VA 24230	Unleased	0.03652532%	0.0412	0.00004566 RI
	Carmen Cantrell Byron D. Cantrell, w/h 430 Oak Ave, NW Norton, VA 24273	Unleased	0.01827472%	0.0206	0.00002284 RI
	William Warren Mayes Jr. 531 Williams Dale, Apt 1 Toledo, OH 43609	Unleased	0.01827472%	0.0206	0.00002284 RI

BK 416PG 167

EXHIBIT "B"

V-536128

VGOB 04/10/19-1350

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
ID 5107 & ID 19398	William Herschel Mayes Nancy Mayes, h/w 2404 Chesapeake Hampton, VA 23661	Elected to Participate	0.03652532%	0.0412	0.00036525 WI
	Tammy Ringley Collins Mike Collins H/W 4831 Silver Ct. Kingsport, TN 37664	Unleased	0.01142170%	0.0129	0.00001428 RI
	Mark Ringley Tammy Ringley H/W P.O. Box 412 Coeburn, VA 24230	Unleased	0.01142170%	0.0129	0.00001428 RI
	James Boyce Ringley Denise Ringley H/W 7505 Old National Pike Boonsboro, MD 21713	Unleased	0.01142170%	0.0129	0.00001428 RI
	George Wythe Taylor, Jr. P.O. Box 2175 Coeburn, VA 24230	Leased 905600.08	0.01142170%	0.0129	0.00001428 RI
	Mae M. Ringley RT. HC 05, Box 350 Coeburn, VA 24230	Unleased	0.00913736%	0.0103	0.00001142 RI
	Wayne H. Ringley P.O. Box 1701 Coeburn, VA 24230	Unleased	0.00913736%	0.0103	0.00001142 RI
	Reba Ann Lockhart Jess Boyd Lockhart w/h Rt. 3, Box 127 Clintwood, VA 24228	Unleased	0.00913736%	0.0103	0.00001142 RI
	Darrel Vernon Ringley Phyllis Ringley h/w P.O. Box 67 McClure, VA 24269	Leased - EPC 905600.06	0.00913736%	0.0103	0.00001142 RI
	James Ronnie Ringley 14127 Sandy Ridge Road Coeburn, VA 24230	Unleased	0.00913736%	0.0103	0.00001142 RI
	Larry Stanley Diane Stanley h/w 41 Linder Circle Homosassa, FL 34446	Leased 905600.04	0.02284340%	0.0258	0.00002855 RI
	Leslie V. Stanley Diane Allen Stanley 10349 Hamlin Drive. Chester, VA 23831	Unleased	0.02284339%	0.0258	0.00002855 RI

DK 416PG 168
EXHIBIT "B"
V-536128
VGOB 04/10/19-1350

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
	Edith Elaine Moore Walter Moore w/h 4463 Windsong Ct. New Palestine, IN 46163	Leased 905600.03	0.01522892%	0.0172	0.00001904 RI
	Charles Wade, widower 491 Van Buren St. Greenfield, IN 46140	Leased -EPC 905600.02	0.01522892%	0.0172	0.00001904 RI
	James B. Bise Vernie Bise h/w HC05, Box 452 Coeburn, VA 24230	Leased - EPC 905600.05	0.01522894%	0.0172	0.00001903 RI
	Equitable Production Company				0.01726791 WI
<u>Tract 6 Totals</u>			2.010000000%	2.2700	0.02010000
Total Gas Estate			100.00000000%	112.6900	1.00000000

INSTRUMENT #050001751
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
AUGUST 18, 2005 AT 03:11PM
JOE TATE, CLERK
RECORDED BY: TJB

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, August 18, 2005 This deed was this day
presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 3:11 o'clock PM, after payment of
\$ tax imposed by Sec. 58.1-802.

Original returned this date to: Diane Davis

TESTE: JOE TATE, CLERK
BY: Harvey Baker D. CLERK